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[CAPTION PAGE CONTINUED ON NEXT PAGE]

Attorneys for Defendants OPENAI, INC., a Delaware nonprofit corporation, OPENAI, L.P., a Delaware limited partnership, OPENAI GP, L.L.C., a Delaware limited liability company, OPENAI STARTUP FUND GP I, L.L.C., a Delaware limited liability company, OPENAI STARTUP FUND I, L.P., a Delaware limited partnership, OPENAI STARTUP FUND MANAGEMENT, LLC, a Delaware limited liability company, OPENAI OPCO, L.L.C., a Delaware limited liability company

UNITED STATES DISTRICT COURT  
NORTHERN DISTRICT OF CALIFORNIA

J. DOE 1 and J. DOE 2, individually and on behalf of all others similarly situated,

Case No. 4:22-cv-06823-JST  
Case No. 4:22-cv-07074-JST

Hon. Jon S. Tigard

## CLASS ACTION

GITHUB, INC., a Delaware corporation; MICROSOFT CORPORATION, a Washington corporation; OPENAI, INC., a Delaware nonprofit corporation; OPENAI, L.P., a Delaware limited partnership; OPENAI GP, L.L.C., a Delaware limited liability company; OPENAI STARTUP FUND GP I, L.L.C., a Delaware limited liability company; OPENAI STARTUP FUND I, L.P., a Delaware limited partnership; OPENAI STARTUP FUND MANAGEMENT, LLC, a Delaware limited liability company; OPENAI OPCO, L.L.C., a Delaware limited liability company.

**OPENAI, INC., OPENAI, L.P.,  
OPENAI GP, L.L.C., OPENAI  
STARTUP FUND GP I, L.L.C.,  
OPENAI STARTUP FUND I, L.P.,  
OPENAI STARTUP FUND  
MANAGEMENT, LLC, OPENAI  
OPCO, L.L.C. ADMINISTRATIVE  
MOTION TO CONSIDER  
WHETHER ANOTHER PARTY'S  
MATERIAL SHOULD BE SEALED**

## Defendants.

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1 Pursuant to Civil Local Rules 7-11 and 79-5(f), Defendants OpenAI, Inc., OpenAI, L.P.,  
 2 OpenAI GP, L.L.C., OpenAI Startup Fund GP I, L.L.C., OpenAI Startup Fund I, L.P., OpenAI  
 3 Startup Fund Management, LLC and OpenAI OpCo, L.L.C. (hereinafter “OpenAI”), hereby  
 4 move to file under seal certain portions of OpenAI’s Motion to Dismiss the First Amended  
 5 Complaint. In support of this request, OpenAI submits attached hereto, a copy of OpenAI’s  
 6 Motion to Dismiss the First Amended Complaint with highlighted portions indicating the  
 7 information subject to this request to seal, a declaration from Joseph Gratz (“Gratz  
 8 Declaration”), and a proposed order.

9 Specifically, OpenAI files this motion with respect to the following portions of  
 10 OpenAI’s Motion to Dismiss Plaintiffs’ First Amended Complaint:

11 12 <b>Portion of Motion to 13 Dismiss First Amended 14 Complaint to be Sealed</b>	15 <b>Basis for Sealing Document or Portions Thereof</b>
16 17 18 19 20 21 22 23 24 25 26 27 28 Portions of OpenAI’s Motion to Dismiss First Amended Complaint: 4:1- 5:16; 7:11-13; 11:21-27; 12:2-5; 13:11-19.	The highlighted portions reflect information that Plaintiffs seek to designate as “HIGHLY CONFIDENTIAL— ATTORNEYS’ EYES ONLY” under § 6.3 of the Stipulated Protective Order

1 Dated: June 29, 2023

MORRISON & FOERSTER LLP

2  
3 By: /s/ Joseph C. Gratz  
4 Joseph C. Gratz

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